#### THE WOODLANDS TOWNSHIP

## **Board of Directors Meeting**

## **REGULAR BOARD MEETING**

December 6, 2012

#### MINUTES

## THE STATE OF TEXAS COUNTIES OF HARRIS & MONTGOMERY

The Board of Directors Meeting of The Woodlands Township met in regular session, open to the public, on December 6, 2012, posted to begin at 9:00 AM. The meeting was held in a meeting room at the office of The Woodlands Township, Board Chambers, 2801 Technology Forest Blvd, The Woodlands, Texas, within the boundaries of The Woodlands Township.

Chairman:

**Bruce Tough** 

Vice Chairman:

Peggy Hausman

Secretary:

Ed Robb

Treasurer:

Gordy Bunch

**Directors:** 

Mike Bass

Nelda Luce Blair

Jeff Long

President:

Don Norrell

Staff/Advisors:

Alan Benson

Kim Cogburn Karen Dempsey

Miles McKinney

Mike Page

John Powers Daniel Ringold

Monique Sharp

Susan Welbes

Nick Wolda

## **STANDARD ITEMS:**

#### 1. Pledge of Allegiance;

Chairman Tough led the Pledge of Allegiance to the United Sates flag and Texas State flag.

### 2. Call meeting to order;

Chairman Tough called the meeting to order at 9:03 a.m. and declared that notice of this meeting was posted 72 hours in advance at the Courthouse of Montgomery and Harris Counties and inside the boundaries of The Woodlands Township at the office building located at 2801 Technology Forest Boulevard, The Woodlands, Texas.

The roll was then called of the duly elected members of the Board with all members present, excluding Director Bass and Director Blair\*\*. As there was a quorum of members present, the Board proceeded to conduct business regarding the following matters.

## 3. Receive, consider and act upon adoption of the meeting agenda;

Motion by: Peggy Hausman moved to adopt the agenda as presented.

Second by: Gordy Bunch

Motion passed unanimously (5-0).

YES	NO	ABSTAIN
х		
х		
х		
х		
absent		}
absent		
х		
	x x x x absent absent	x x x x absent absent

## 4. Recognize public officials;

There were none.

## 5. Public comment;

The following individuals addressed the Board:

<sup>\*\*</sup>Director Blair arrived shortly after agenda item 3 at 9:13 a.m.

<u>John Bauman</u>-66 S. Flagstone Path Circle commented on remarks made by Director Robb at a previous Board meeting concerning the Tea Party group.

<u>Claude Hunter</u>-commented concerning Mr. Bauman's remarks.

## 6. Receive, consider and act upon the financial report;

Monique Sharp, Assistant General Manager of Finance and Administration for The Woodlands Township, presented The Woodlands Financial Report. The Board was referred to handout material containing the General Purpose Statements as of and for the ten months ended October 31, 2012. After a review of the combined Financial Statements and Monthly Investment Report, a report on the General Fund vs. Actual was presented. Ms. Sharp then reported on sales tax collections, hotel occupancy tax collections, and property tax collections.

Board discussion followed.

Motion by: Gordy Bunch moved to accept the Financial Report as presented.

Second by: Peggy Hausman

Motion passed unanimously (6-0).

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	х		
Hausman, Peggy (Vice Chairman)	х		ĺ
Robb, Ed (Secretary)	х		
Bunch, Gordy (Treasurer)	х		
Bass, Mike (Director)	absent		
Blair, Nelda Luce (Director)	х		
Long, Jeff (Director)	х		

The Financial Report is attached hereto as Exhibit "A."

7. Receive, consider and accept a report from Retirement Horizons regarding The Woodlands

Firefighters TLLFRA pension plan and authorize the President/General Manager to take steps to

educate employees in connection therewith;

Susan Welbes, Director of Human Resources for The Woodlands Township, introduced Mickey McDaniel of Retirement Horizons, who provided an overview of the actuarial study for the proposed firefighter defined benefit pension plan, explaining the assumptions and plan scenarios evaluated. Staff, firefighters and Retirement Horizons met the previous day to review.

Motion by: Ed Robb moved to approve the additional analysis of a revised Plan Scenario by Mr. McDaniel and receive this additional report at the January 17, 2013 meeting at an

additional cost of approximately \$2,000 to \$3,000. The original employee meetings with the fire department will be postponed until after the January 17, 2013 report.

Second by: Jeff Long

Chairman Tough recognized fire department representatives Doug Adams, Jeff Johnston and Hampton Cotta. After Board discussion of possible alternate assumptions and scenarios, Director Robb withdrew his original motion and then made the following revised motion. Director Long was not present so Director Blair seconded the revised motion as follows.

Motion by: Ed Robb moved to approve an additional analysis by Retirement Horizons of the revised Plan Scenario, with an additional cost estimate of \$5,000 to \$8,000, including analysis of Scenarios involving a 6% and 7% interest rate of return for retirement for ages 52 and 55, including service buyback costs; to receive the additional report at the January 17, 2013 meeting; to authorize the President/General Manager to execute the agreement, and postpone employee informational meetings until after the January 17, 2013 report.

Second by: Nelda Luce Blair

Motion passed unanimously (5-0).

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	х		
Hausman, Peggy (Vice Chairman)	x		
Robb, Ed (Secretary)	x		
Bunch, Gordy (Treasurer)	x		
Bass, Mike (Director)	absent	1	
Blair, Nelda Luce (Director)	x		
Long, Jeff (Director)	absent		
	(not present to vote)	e e	

## 8. Receive, consider and act upon a proposal from Criterium -Farrell to conduct a capital reserve study;

Monique Sharp reviewed a proposal from Criterium -Farrell Engineers to perform a Capital Reserve Study that would incorporate a physical and financial analysis of the status of the current reserve fund and anticipated future major expenditures of repairing or replacing the community's fire department assets, parks and recreation amenities and information technology equipment.

Board discussion followed.

Motion by: Ed Robb moved to authorize the President/General Manger to execute a contract with

Criterium -Farrell Engineers in an amount not to exceed \$50,000 to conduct a Capital

Reserve Study.

Second by: Jeff Long

## Motion passed unanimously (6-0).

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	х		
Hausman, Peggy (Vice Chairman)	х		
Robb, Ed (Secretary)	x		
Bunch, Gordy (Treasurer)	x		
Bass, Mike (Director)	absent		
Blair, Nelda Luce (Director)	х		
Long, Jeff (Director)	х		

## 9. Receive, consider and act upon an Interlocal Agreement with Brazos Transit District regarding continuation of transportation services;

Don Norrell indicated that the proposed Interlocal Agreement with Brazos Transit District (District) for continued transportation services is currently in the hands of the District's legal counsel, therefore, this item will be deferred to January 2013.

# 10. Receive, consider and act upon authorizing payment of legal services rendered by Schwartz, Page & Harding, L.L.P.;

Monique Sharp reviewed billing for legal counsel services with Schwartz, Page & Harding, L.L.P. through November 30, 2012.

Board discussion followed.

Motion by: Ed Robb moved to authorize payment of invoices totaling \$278,476.09 for legal services

rendered by Schwartz, Page & Harding, L.L.P.

Second by: Jeff Long

Motion passed unanimously (5-0) with 1 abstention.

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	х		
Hausman, Peggy (Vice Chairman)	х		
Robb, Ed (Secretary)	х	Ì	
Bunch, Gordy (Treasurer)			x
Bass, Mike (Directors)	absent		
Blair, Nelda Luce (Directors)	х		
Long, Jeff (Directors)	х		

- 11. Receive, consider and act upon recommendations from the Ad Hoc Transportation Committee as follows:
  - a) Appoint the Board Chairman and/or his designee and the President/General Manager to represent The Woodlands Township on the Transit Advisory Committee defined in the Interlocal Agreement between the City of Conroe and The Woodlands Township for the designated Conroe/Woodlands Large Urbanized Area, and;
  - b) Appoint the President/General Manager or his designee and a representative from The Woodlands Road Utility District No. 1 as Township representatives to participate on the City of Shenandoah's Mobility Strategic Evaluation Committee;

Don Norrell reviewed the recent meeting of the newly formed Ad Hoc Transportation Committee, wherein current and future transportation issues were discussed.

Board discussion followed.

### Motion by: Peggy Hausman to:

- a) Appoint the Board Chairman and/or his designee and the President/General Manager to represent The Woodlands Township on the Transit Advisory Committee defined in the Interlocal Agreement between the City of Conroe and The Woodlands Township for the designated Conroe/Woodlands Large Urbanized Area, and;
- b) Appoint the President/General Manager or his designee and to invite a representative from The Woodlands Road Utility District No. 1 as Township representatives to participate on the City of Shenandoah's Mobility Strategic Evaluation Committee;

Second by: Gordy Bunch

Motion passed unanimously (6-0).

YES	NO	ABSTAIN
х		
х		
х		
х		
absent		
х		
х		
	x x x x absent	x x x x absent x

#### 12. CLOSED MEETING (if applicable):

Recess to Executive Session to discuss matters relating to real property pursuant to §551.072, Texas Government Code; deliberation of economic development negotiations pursuant to §551.087, Texas Government Code; discuss personnel matters pursuant to §551.074, Texas Government Code; and to consult with The Woodlands Township's attorney pursuant to §551.071, Texas Government Code;

Chairman Tough informed the Board that there was no need for Executive Session.

## 13. Reconvene in Public Session;

Not necessary.

## 14. Consideration of items to be placed on the agenda for next month's meeting;

There were no items.

#### 15. Board announcements;

There were no announcements.

## 16. Adjournment.

Motion by: Jeff Long moved to adjourn the meeting at 10:46 a.m.

Second by: Nelda Luce Blair

Motion passed unanimously (6-0).

Directors	YES	NO	ABSTAIN
Tough, Bruce (Chairman)	х		
Hausman, Peggy (Vice Chairman)	х	Į	
Robb, Ed (Secretary)	х		
Bunch, Gordy (Treasurer)	х		
Bass, Mike (Directors)	absent		
Blair, Nelda Luce (Directors)	х		
Long, Jeff (Directors)	x		



Ed Robb Secretary, Board of Directors